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**UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA**

IN RE KLA-TENCOR CORP. SECURITIES
 LITIGATION

Master File No. 06-cv-04065-MJJ

CLASS ACTION

THIS DOCUMENT RELATES TO:
 ALL ACTIONS

**STIPULATION AND [REDACTED]
 ORDER EXTENDING TIME TO FILE
 CONSOLIDATED CLASS ACTION
 COMPLAINT UNTIL RESTATEMENT IS
 ISSUED AND SETTING BRIEFING
 SCHEDULE FOR RESPONSIVE
 MOTIONS**

Co-Lead Plaintiffs Police and Fire Retirement System of the City of Detroit ("PFRS")
 (formerly known as the Policemen and Firemen Retirement System of the City of Detroit), the
 Louisiana Municipal Police Employees' Retirement System ("MPERS") and The City of
 Philadelphia Board of Pensions and Retirement ("City of Philadelphia"), and defendants KLA-
 Tencor Corporation ("KLA-Tencor" or "the Company"), Edward W. Barnholt, H. Raymond
 Bingham, Robert T. Bond, Richard J. Elkus, Jr., Jeffrey Hall, Stephen P. Kaufman, John H. Kispert,
 Kenneth Levy, Kenneth L. Schroeder, Jon D. Tompkins and Lida Urbanek ("Defendants"), by and

[06-CV-04065-MJJ] STIPULATION AND [REDACTED] ORDER RE
 CONSOLIDATED CLASS ACTION COMPLAINT AND BRIEFING ON MOTION TO
 DISMISS

1 through their respective counsel hereby recite and stipulate, subject to court approval, as follows
2 concerning modification of the briefing schedule:

3 **RECITALS**

4 WHEREAS, on November 15, 2006, the parties agreed to a stipulation providing for the
5 filing of the consolidated class action complaint (“Consolidated Complaint”) and setting a briefing
6 schedule on the motion(s) to dismiss;

7 WHEREAS the Court entered an order on November 29, 2006, approving the parties’
8 stipulation;

9 WHEREAS the parties’ stipulation provided that the Consolidated Complaint would be due
10 on December 12, 2006, but that the parties would confer before that date regarding the anticipated
11 date of KLA-Tencor’s pending restatement of its past financial statements to decide whether the
12 Consolidated Complaint should be filed on a reasonable date after the restatement;

13 WHEREAS the parties have conferred and the Company’s counsel has relayed that the
14 Company anticipates completing the restatement of its past financial statements in or about January
15 2007; and

16 WHEREAS Plaintiffs believe that any complaint filed on December 12, 2006 would
17 thereafter have to be amended to reflect the Company’s forthcoming restatement; and

18 WHEREAS the parties agree that it is prudent and will promote efficiency in this action to
19 continue the date of the filing of the Consolidated Complaint until shortly after the filing of the
20 restatement to avoid unnecessary work preparing a complaint and briefing a motion to dismiss that
21 complaint, when the complaint inevitably will be amended.

22 **STIPULATION**

23 Now, therefore, the parties agree and stipulate, subject to Court approval, as follows:

24 1. Co-Lead Plaintiffs shall file and serve the Consolidated Complaint by the earlier of:
25 (1) 21 days after the Company files its restated financial results with the Securities and Exchange
26 Commission; or (2) March 15, 2007.

2. Defendants shall file and serve their responsive pleading(s) or motions within 45 days after the filing of the Consolidated Complaint.

3. Co-Lead Plaintiffs shall file and serve their opposition brief(s) within 45 days after the filing of Defendants' responsive pleading(s) or motions.

4. Defendants shall file and serve their reply briefs within 15 (fifteen) days after the filing of Co-Lead Plaintiffs opposition brief(s).

DATED: December 8, 2006

**BERMAN DEVALERIO PEASE TABACCO
BURT & PUCILLO**

By: /s/ Nicole Lavallee
NICOLE LAVALLEE

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Plaintiffs' Executive Committee

E-Filing Attestation

I, Nicole Lavallee, am the ECF User whose ID and password are being used to file this document. In compliance with General Order 45 X.B., I hereby attest that each of the signatories identified below has concurred in this filing.

DATED: December 8, 2006

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1 DATED: December 8, 2006

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12 DATED: December 8, 2006

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20 DATED: December 8, 2006

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ORDER

PURSUANT TO STIPULATION, IT IS HEREBY ORDERED THAT:

1. Co-Lead Plaintiffs shall file and serve the Consolidated Complaint by the earlier of:

(1) 21 days after the Company files its restated financial results with the Securities and Exchange Commission; or (2) March 15, 2007.

2. Defendants shall file and serve their responsive pleading(s) or motions within 45 days of the filing of the consolidated class action complaint.

3. Co-Lead Plaintiffs shall file and serve their opposition brief(s) within 45 days of the filing of Defendants' responsive pleading(s) or motions.

4. Defendants shall file and serve their reply briefs within 15 days of the filing of Co-Lead Plaintiffs opposition brief(s).

DATED: 12/11/2006

Martin J. Jenkins
United States District Judge